

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
EVAPCO INTERNATIONAL, INC.		03/31/2004	CORPORATION:

RECEIVING PARTY DATA

Name:	EVAPCO, INC.
Street Address:	29 W. Susquehanna Ave.
City:	Towson
State/Country:	MARYLAND
Postal Code:	21204
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	2633947	CPA SYSTEM
Registration Number:	1222502	EVAPCO
Registration Number:	1118707	EVAPCO
Registration Number:	2580604	EXTRA-PAK
Registration Number:	1786043	MR. GOODTOWER
Registration Number:	1853302	MR. GOODTOWER EVAPCO
Registration Number:	2169040	RVS
Registration Number:	1641997	THERMAL-PAK
Registration Number:	2258897	UB SERIES
Registration Number:	2258891	UBT COOLING TOWERS
Serial Number:	75205496	REFRIGERATION VALVES AND SYSTEM CORP.
Serial Number:	75205924	RVS

CORRESPONDENCE DATA

Fax Number: (202)344-8300
 Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

CH \$315.00 2633947

Phone: 202-344-4004
Email: svtolbert@venable.com
Correspondent Name: Michael A. Sartori
Address Line 1: 575 7th St. NW.
Address Line 4: Washington, DC, DISTRICT OF COLUMBIA 20004

ATTORNEY DOCKET NUMBER:	08920-199769
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NAME OF SUBMITTER:	Sabrina' Tolbert
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Total Attachments: 12

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Delaware

PAGE 1

The First State

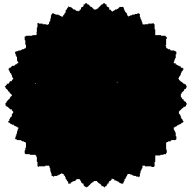
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"EVAPCO INTERNATIONAL, INC.", A DELAWARE CORPORATION, WITH AND INTO "EVAPCO, INC." UNDER THE NAME OF "EVAPCO, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MARYLAND, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTH DAY OF MAY, A.D. 2004, AT 10:49 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3798590 8100M

040322512



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3089012

DATE: 05-04-04

CERTIFICATE OF MERGER

OF

EVAPCO INTERNATIONAL, INC.
(a Delaware Corporation)

AND

EVAPCO, INC.
(a Maryland Corporation)

Pursuant to Title 8, Section 252(c) of the Delaware General Corporation Law, it is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:

(i) Evapco International, Inc., which is organized under the laws of the State of Delaware (the "Merging Corporation"); and

(ii) Evapco, Inc., which is incorporated under the laws of the State of Maryland (the "Survivor").

2. An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware, to wit, by the Merging Corporation in the manner as is provided in Section 251 of the General Corporation Law of the State of Delaware and by the Survivor in accordance with the laws of the State of Maryland.

3. The name of the surviving corporation in the merger herein certified is Evapco, Inc., which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the laws of the State of Maryland.

4. The Articles of Incorporation of the Survivor, as now in force and effect, shall continue to be the Articles of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the laws of the State of Maryland.

5. The executed Agreement of Merger between the aforesaid constituent corporations is on file at the office of the Survivor, the address of which is as follows: 29 W. Susquehanna Avenue, Towson, Maryland 21204.

6. A copy of the aforesaid Agreement of Merger will be furnished by the Survivor, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

7. The Survivor does hereby agree that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the Merging Corporation, as well as for enforcement of any obligation of the Survivor arising from the merger herein certified, including any suit or other proceeding to enforce the right, if any, of any stockholder of the Merging Corporation as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of the State of Delaware; does hereby irrevocably appoint the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings; and does hereby specify the following as the address to which a copy of such process shall be mailed by the Secretary of State of the State of Delaware: 29 W. Susquehanna Avenue, Towson, Maryland 21204.

8. The Agreement of Merger between the aforesaid constituent corporations provides that the merger herein certified shall be effective in accordance with the laws of the State of Delaware upon the date and time this Certificate of Merger is filed with the Secretary of State and by the Department of Assessments and Taxation of Maryland.

IN WITNESS WHEREOF, this Certificate of Merger is hereby signed for and on behalf of Evapco International, Inc. by its President and witnessed by its Secretary, and each such officer does hereby acknowledge that the Certificate of Merger is the act of Evapco International, Inc. and does hereby state that, to the best of his knowledge, information and belief, all matters and facts set forth herein with respect to the authorization and approval of this Certificate of Merger are true in all material respect and that this verification is made under the penalties of perjury; and this Certificate of Merger is hereby signed for and on behalf of Evapco, Inc. by its President and witnessed by its Secretary, and each such officer does hereby acknowledge that the Certificate of Merger is the corporate act of Evapco, Inc. and does hereby state that, to the best of his knowledge, information and belief, all matters and facts set forth herein with respect to the authorization and approval of this Certificate of Merger are true in all material respect and that this verification is made under the penalties of perjury.

Dated: March 31, 2004

ATTEST:

EVAPCO INTERNATIONAL, INC.

Gilbert B. Warren
Gilbert B. Warren, Secretary

By: *James W. Bowles, Jr.* (SEAL)
James W. Bowles, Jr., President
EVAPCO, INC.

James D. Stone
James D. Stone, Secretary

By: *James W. Bowles, Jr.* (SEAL)
James W. Bowles, Jr., President

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ATTEST:

EVAPCO INTERNATIONAL, INC.

Gilbert B. Warren, Secretary

By: James W. Bowles, Jr. (SEAL)
James W. Bowles, Jr., President
EVAPCO, INC.

James D. Stone, Secretary

By: James W. Bowles, Jr. (SEAL)
James W. Bowles, Jr., President

Department of
Assessments and Taxation

Charter Division

ROBERT L. EHRICH, JR.
GovernorC. John Sullivan, Jr.
DirectorPaul B. Anderson
Administrator

VENABLE, BAETJER & HOWARD
JULIE WILHELM
1800 MERCANTILE BANK & TRUST BLDG
2 HOPKINS PLZ
BALTIMORE MD 21201-2930

Date: 05-04-2004

This letter is to confirm acceptance of the following filing:

ENTITY NAME : EVAPCO, INC.
DEPARTMENT ID : D00668533
TYPE OF REQUEST : ARTICLES OF MERGER
DATE FILED : 05-04-2004
TIME FILED : 09:19-AM
RECORDING FEE : \$100.00
EXPEDITED FEE : \$70.00
COPY FEE : \$25.00
FILING NUMBER : 1000361989758465
CUSTOMER ID : 0001372872
WORK ORDER NUMBER : 0000887790

PLEASE VERIFY THE INFORMATION CONTAINED IN THIS LETTER. NOTIFY THIS DEPARTMENT
IN WRITING IF ANY INFORMATION IS INCORRECT. INCLUDE THE CUSTOMER ID AND THE WORK
ORDER NUMBER ON ANY INQUIRIES.

301 West Preston Street, Baltimore, Maryland 21201
Telephone (410) 767-1350
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice
Fax (410) 333-7097

0002837487

cbtacc

ENTITY TYPE: ORDINARY BUSINESS - STOCK
STOCK: Y
CLOSE: U
PRINCIPAL OFFICE: JAMES D. STONE
29 W. SUSQUEHANNA AVENUE
TOWSON MD 21204
RESIDENT AGENT: JAMES D. STONE
29 W. SUSQUEHANNA AVENUE
STE. 600
TOWSON MD 21204

COMMENTS:
THIS AMENDMENT RECORD INDICATES THE MERGER INVOLVING THE FOLLOWING ENTITIES:
SURVIVOR:
(D00668533) EVAPCO, INC.

MERGED ENTITIES:
EVAPCO INTERNATIONAL, INC. (DE).

NOTICE: Effective January 1, 2004

As a result of a change in State law, the annual report fee for most legal entities (including LLCs and LLPs) will increase to \$300. This fee is for the privilege of maintaining a legal entity's existence in Maryland, and is due and payable with the filing of the personal property return. The increase is effective for any return, regardless of year, filed after 12/31/2003.

There continues to be no annual report fee for non-stock corporations, business trusts, churches, foreign interstate companies, foreign insurance companies, sole proprietorship, and general partnerships, but these entities must still file a personal property return annually.

DOCID

ARTICLES OF MERGER

MERGING

EVAPCO INTERNATIONAL, INC.
(a Delaware Corporation)

INTO

EVAPCO, INC.
(a Maryland Corporation)

Evapco International, Inc., a Delaware corporation (herein sometimes called "Merging Company"), and Evapco, Inc., a Maryland corporation (herein sometimes called "Survivor"), hereby certify to the State Department of Assessments and Taxation of Maryland that:

FIRST: Merging Company and Survivor have agreed that Merging Company shall be merged into Survivor.

SECOND: Survivor shall survive the merger described in these Articles (the "Merger") under the laws of the State of Maryland and shall continue under the name: Evapco, Inc.

THIRD: The names of the corporations that are parties to the Merger are Evapco, Inc. and Evapco International, Inc. Merging Company was incorporated on July 8, 1986 under the General Corporation Laws of the State of Delaware and is not registered or qualified to do business in Maryland.

FOURTH: The Charter and Bylaws of Survivor, in effect on the date of this Merger, shall continue in full force and effect as the Charter and Bylaws of the corporation surviving the Merger.

FIFTH: Merging Company has no principal office or registered office in Maryland. The principal office of Survivor is located in Towson, Maryland. Merging Company owns no real properties in Maryland, the title to which could be affected by the recording of an instrument among the Land Records of Baltimore City or any county in Maryland.

SIXTH: The total number of shares of stock of all classes that Merging Company has authority to issue is one hundred (100) shares of Common Stock of the par value of \$10.00 per share, having an aggregate par value of \$1,000. The total number of shares of stock of all classes that Survivor has authority to issue is Ten Million (10,000,000) shares of Common Stock of the par value of \$0.05 per share, having an aggregate par value of \$500,000. These Articles of Merger make no change in the capitalization of Survivor or any other amendment to its Charter.

STATE OF MARYLAND

I hereby certify that this is a true and complete copy of the 5
page document filed in this office. DATED: 5/4/84
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
BY: Sherry T. [Signature], Custodian
This stamp replaces our previous certification system. Effective: 6/95

SEVENTH: The manner and basis of converting or exchanging the issued shares of the merging corporations and the treatment of any issued stock of the merging corporations that is not to be converted or exchanged shall be as follows:

Since Merging Company is wholly owned by Survivor, all issued and outstanding shares of Common Stock of Merging Company shall be cancelled at the effective time of the Merger, and no additional capital stock of Survivor shall be issued. The Merger shall be accomplished without consideration.

EIGHTH: Upon the effective time of the Merger, the separate existence of Merging Company shall cease, and Survivor shall own and possess all of the property, rights, privileges and franchises of whatever nature and description of Merging Company without further act or deed. Notwithstanding the foregoing, confirmatory deeds, bills of sale or other like instruments, when deemed desirable to evidence such transfer, vesting or devolution of any property, rights, privileges or franchises, may, at any time or from time to time, be made and delivered in the name of Merging Company by the last acting officers thereof or by the corresponding officers of Survivor.

Upon the effective date of the Merger, Survivor shall be liable for all the debts and obligations of Merging Company, and any claim existing or action or proceeding pending by or against it may be prosecuted to judgment or decree as if the Merger had not taken place. The rights of creditors of Merging Company shall in no way be impaired by the Merger.

NINTH: The terms and conditions of the Merger set forth in these Articles of Merger were advised, authorized and approved by each corporation that is a party to the Articles of Merger in the manner and by the vote required by their respective Charters and their respective jurisdictions of incorporation:

The Merger, on substantially the terms set forth in these Articles of Merger, was declared advisable and approved by the Board of Directors of Merging Company by unanimous written consent effective as of March 31, 2004. The Merger, on substantially the terms set forth in these Articles of Merger, was declared advisable and approved by the Board of Directors of Survivor by unanimous written consent effective as of March 31, 2004.

TENTH: The Merger shall become effective in accordance with the laws of the State of Maryland upon the date and time these Articles of Merger are filed with the Department of Assessments and Taxation of Maryland and by the Secretary of State of Delaware.

IN WITNESS WHEREOF, the corporations party to these Articles of Merger have caused these Articles to be signed in their respective corporate names and on their behalves by their respective Presidents and sealed and attested by their respective Secretaries, and each officer signing this document acknowledges it to be the corporate act of his respective corporation and that, to the best of his knowledge, information and belief, all matters and facts set forth herein with respect to the authorization and approval of the foregoing Articles are true in all material respects and that this verification is made under the penalties of perjury.

ATTEST:

EVAPCO, INC.

James D. Stone
James D. Stone, Secretary

By: James W. Bowles, Jr. (SEAL)
James W. Bowles, Jr., President

EVAPCO INTERNATIONAL, INC.

Gilbert B. Warren, Secretary

By: James W. Bowles, Jr. (SEAL)
James W. Bowles, Jr., President

IN WITNESS WHEREOF, the corporations party to these Articles of Merger have caused these Articles to be signed in their respective corporate names and on their behalves by their respective Presidents and sealed and attested by their respective Secretaries, and each officer signing this document acknowledges it to be the corporate act of his respective corporation and that, to the best of his knowledge, information and belief, all matters and facts set forth herein with respect to the authorization and approval of the foregoing Articles are true in all material respects and that this verification is made under the penalties of perjury.

ATTEST:

EVAPCO, INC.

James D. Stone, Secretary

By: James W. Bowles, Jr. (SEAL)
James W. Bowles, Jr., President

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James W. Bowles, Jr., President

